

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

STEPHEN M. WILSON, *et al.*

Plaintiffs,

-against-

IMAGESAT INTERNATIONAL N.V., *et al.*

Defendants.


07 Civ. 6176 (LTS) (DFE)

**STIPULATION AND
ORDER OF VOLUNTARY
DISMISSAL OF CERTAIN
CLAIMS**

IT IS HEREBY STIPULATED AND AGREED by and between counsel for all parties to this action that, pursuant to Fed. R. Civ. P. 41(a)(1)(ii), the portions of Plaintiffs' Seventeenth Claim for Relief (Against ImageSat for Reformation of the Options and Bridge Warrants) and Eighteenth Claim for Relief (Against ImageSat, IAI, and Elbit for Fraud Relating to the Options and Bridge Warrants) that relate to the exercise price for the options and warrants are hereby voluntarily dismissed with prejudice. The parties acknowledge that the exercise price for the options and warrants was amended to \$23.2737 several years before Plaintiffs filed the above-captioned lawsuit.

Dated: New York, N.Y.
March __, 2007

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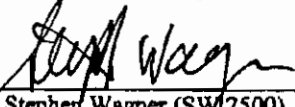
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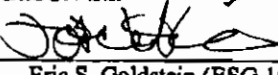
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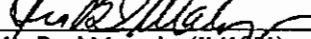
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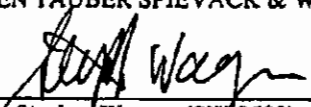
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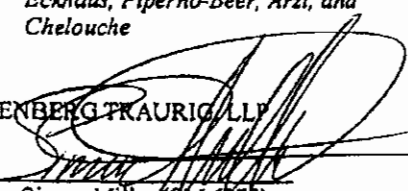
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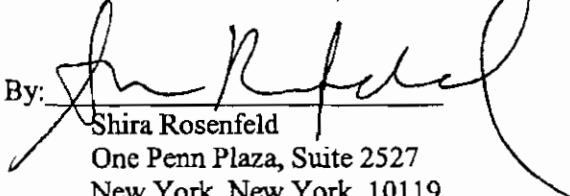
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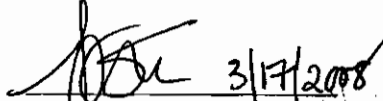
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SO ORDERED:

 3/17/2008
Honorable Laura Taylor Swain
United States District Judge